

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

In the matter of the application of

THE BANK OF NEW YORK MELLON (as Trustee under various
Pooling and Servicing Agreements and Indenture Trustee under
various Indentures), et al.,

Petitioners,

-against-

WALNUT PLACE LLC, et al.

Respondents,

for an order pursuant to CPLR § 7701 seeking judicial instructions
and approval of a proposed settlement.

Case No. 11 CV 5988-WHP

Hon. William H. Pauley

ECF Case

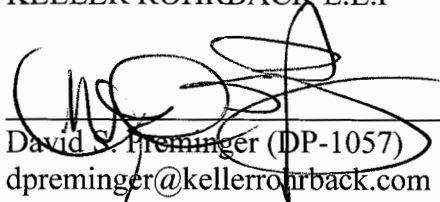
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U.S. OF N.Y.

MOTION TO ADMIT COUNSEL *PRO HAC VICE*

Pursuant to Rule 1.3(c) of the Local Rules of the United States District Court for the Southern District of New York, I, David S. Preminger, a member in good standing of the bar of this Court, hereby move for an Order allowing the admission *pro hac vice* of Amy Williams-Derry, of Keller Rohrbach, L.L.P., 1201 Third Avenue, Seattle, WA 98101-3052, Telephone: (206) 623-1900, Fax: (206) 623-3384, E-mail: awilliams-derry@kellerrohrbach.com. Amy Williams-Derry is a member in good standing of the Bar of the State of Washington. There are no pending disciplinary proceedings against Amy Williams-Derry in any State or Federal Court.

DATED New York, NY
September 22, 2011

KELLER ROHRBACK L.L.P.



David S. Preminger (DP-1057)
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**DECLARATION OF DAVID S. PREMINGER IN SUPPORT OF
MOTION TO ADMIT COUNSEL *PRO HAC VICE***

David S. Preminger declares and states pursuant to 28 U.S.C. § 1746 as follows:

1. I am a member of the firm of Keller Rohrback LLP, Co-Counsel for Respondents Federal Home Loan Bank of Boston, Federal Home Loan Bank of Chicago, and Federal Home Loan Bank of Indianapolis in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my knowledge of the facts set forth herein and in support of the Motion to admit Amy Williams-Derry as counsel *pro hac vice* to represent Plaintiffs in this matter.

2. I am a member in good standing of the bar of the state of New York, and was admitted to practice law on March 12, 1973. I am also admitted to the bar of the United States District Court for the Southern District of New York, and am in good standing with this Court.

3. I have known Amy Williams-Derry since May 2, 2008. I am familiar with her practice. We have both been involved in complex ERISA class action litigation representing plaintiffs.

4. Amy Williams-Derry is a partner with the firm of Keller Rohrbach L.L.P. in Seattle, Washington.

5. I have found Ms. Williams-Derry to be a skilled attorney and a person of integrity. She is experienced in Federal practice and is familiar with the Federal Rules of Civil Procedure. A copy of her Certificate of Good Standing for the State Bar of Washington is attached hereto as Exhibit A.

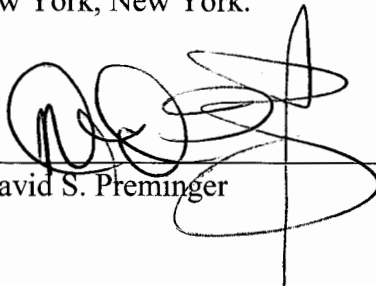
6. Accordingly, I am pleased to move for the admission of Amy Williams-Derry, *pro hac vice*.

7. I respectfully submit a proposed order granting the admission of Amy Williams-Derry *pro hac vice*, which is attached as Exhibit B.

WHEREFORE, it is respectfully requested that the motion to admit Amy Williams-Derry, *pro hac vice*, to represent Plaintiffs in the above captioned matter, be granted.

I declare under penalty of perjury of the Laws of the United States that the foregoing is true and correct.

Executed on September 22, 2011 in New York, New York.



David S. Preminger

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ORDER FOR ADMISSION PRO HAC VICE ON WRITTEN MOTION

Upon the motion of David S. Preminger, counsel for Respondents Federal Home Loan Bank of Boston, Federal Home Loan Bank of Chicago, and Federal Home Loan Bank of Indianapolis in the above captioned case, and said sponsor attorney's declaration in support; IT IS HEREBY ORDERED that

Amy Williams-Derry
Keller Rohrbach, L.L.P.
1201 Third Avenue, Suite 3200
Seattle, Washington 98101-3052
Phone: (206) 623-1900
Fax: (206) 623-3384
Email: awilliams-derry@kellerrohrbach.com

is admitted to practice *pro hac vice* as counsel for Respondents Federal Home Loan Bank of Boston, Federal Home Loan Bank of Chicago, and Federal Home Loan Bank of Indianapolis in the above captioned case in the United States District Court for the Southern District of New York. All attorneys appearing before this Court are subject to the Local Rules of this Court, including the Rules governing discipline of attorneys. If this action is assigned to the Electronic

Case Filing (ECF) system, counsel shall immediately apply for an ECF password at nysd.uscourts.gov. Counsel shall forward the *pro hac vice* fee to the Clerk of the Court.

So Ordered: New York, New York
September __, 2011

United States District/Magistrate Judge

IN THE SUPREME COURT OF THE STATE OF WASHINGTON

IN THE MATTER OF THE ADMISSION)	BAR NO.28711
)	
OF)	CERTIFICATE OF
)	GOOD STANDING
AMY C. WILLIAMS-DERRY)	
)	
TO PRACTICE IN THE COURTS OF THIS STATE)	
)	

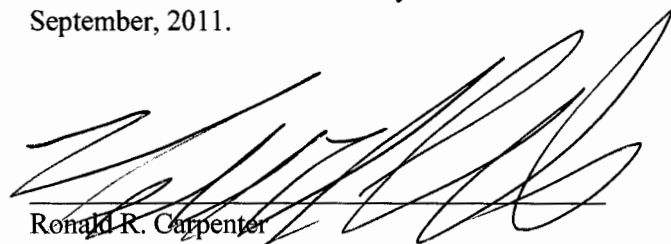
I, Ronald R. Carpenter, Clerk of the Supreme Court of the State of Washington, hereby certify

AMY C. WILLIAMS-DERRY

was regularly admitted to practice as an Attorney and Counselor at Law in the Supreme Court and all the Courts of the State of Washington on December 1, 1998, and is now and has continuously since that date been an attorney in good standing, with a current status of active.

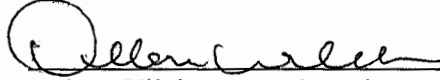
IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed
the seal of said Court this 2nd day of
September, 2011.




Ronald R. Carpenter
Supreme Court Clerk
Washington State Supreme Court

CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing *Motion To Admit Counsel Pro Hac Vice* to be served upon all counsel of record on September 26, 2011

A handwritten signature in cursive script, appearing to read 'Debra Wilcher', is written over a horizontal line.

Debra Wilcher, Legal Assistant